

February 1, 2010

Via ECFS

Marlene H. Dortch, Esq.
Secretary
Office of the Secretary
Federal Communications Commission
445 Twelfth Street, S.W.
Washington, D.C. 20554

Re: *In re Applications of AT&T Inc. and Verizon Wireless for Consent to Assign or Transfer Control of Licenses and Authorizations and Modify a Spectrum Leasing Arrangement*, WT Docket No. 09-104 – Further Response of AT&T Inc. to Question VII.4 of the General Information Request Dated November 19, 2009

Dear Ms. Dortch:

In the General Information Request Dated November 19, 2009 regarding the ALLTEL divestiture assets AT&T proposes to acquire from Verizon Wireless, the Wireless Telecommunications Bureau inquired about the mechanics of the like-kind exchange AT&T proposes in connection with this transaction. As part of its response, AT&T stated that it would submit the form of spectrum lease once AT&T and Garden Acquisitions Inc. ("GAI"), the exchange accommodation titleholder, had finalized it.¹ I am writing to advise the Commission that AT&T and GAI have agreed upon the attached form of a Short-Term *De Facto* Transfer Spectrum Lease Agreement among Garden Acquisitions Inc., Abraham Divestiture Company LLC, AT&T Mobility II LLC, and AT&T Mobility Corporation.

Please let me know if you have any questions.

Respectfully submitted,



Peter J. Schildkraut
Counsel for AT&T Inc.

Attachment

¹ *In re Applications of AT&T Inc. and Verizon Wireless for Consent to Assign or Transfer Control of Licenses and Authorizations and Modify a Spectrum Leasing Arrangement*, WT Dkt No. 09-104, Partial Response of AT&T Inc. to General Information Request Dated November 19, 2009 at 32 n.30 (filed Dec. 3, 2009).

ARNOLD & PORTER LLP

Marlene H. Dortch, Esq.
February 1, 2010
Page Two

cc (via email): Kathy Harris, Esq.
Stacy Ferraro, Esq.
Linda Ray, Esq.
David Krech, Esq.
Jim Bird, Esq.
Neil Dellar, Esq.